

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION**

In re: : **Chapter 11**
: **CIRCUIT CITY STORES, INC., et al.,¹** : **Case No. 08-35653 (KRH)**
: **Debtors.** : **Jointly Administered**
:
:
:

**WITHDRAWAL OF RESPONSE OF SANDISK CORPORATION TO
DEBTORS' FIFTY-EIGHTH OMNIBUS OBJECTION TO CLAIMS
(RECLASSIFICATION OF CERTAIN MISCLASSIFIED CLAIMS TO
GENERAL UNSECURED, NON-PRIORITY CLAIMS)**

SanDisk Corporation ("SanDisk"), by and through its undersigned counsel, hereby withdraws (this "Withdrawal") its Response of SanDisk Corporation to Debtors' Fifty-Eighth Omnibus Objection to Claims (Reclassification of Certain Misclassified Claims to General Unsecured, Non-Priority Claims) to the extent that the Objection seeks to reclassify the proof of claim filed by SanDisk (the "Claim") as a general unsecured claim in light of this Court's Order entered March 4, 2010 [Docket No. 6694], which reclassifies Reclamation Claims (as defined in the Order) as general unsecured claims.

¹ The Debtors in these chapter 11 cases are: Circuit City Stores, Inc., Circuit City Stores West Coast, Inc., InterTAN, Inc., Ventoux International, Inc., Circuit City Purchasing Company, LLC, CC Aviation, LLC, CC Distribution Company of Virginia, Inc., Circuit City Stores PR, LLC, and Circuit City Properties, LLC.

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SanDisk asserts and reserves all defenses and arguments with respect to any and all other objections to the Claim. SanDisk reserves all rights to amend and/or supplement related proofs of claim or file additional proofs of claim as necessary. SanDisk further reserves the right to seek an accounting of the amount due SanDisk. In particular, SanDisk hereby reserves the right to seek correction of the Debtors' claim register, which (as reflected in the Debtors' Objection) apparently incorrectly lists the amount of the Claim, as filed, as \$0.00. A simple reading of the proof of claim filed by SanDisk, which is attached for the Court's reference as Exhibit A hereto, plainly shows that the amount of the Claim, as filed, is no less than \$7,614,454.18.²

The filing of this Withdrawal shall not constitute a waiver of SanDisk's right to have any and all final orders in any and all non-core matters entered only after de novo review by a United States District Court Judge or SanDisk's right to trial by jury in any proceeding as to any and all matters so triable, whether or not the same be designated legal or private rights, or in any case or controversy or proceeding related thereto, notwithstanding the designation of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b) or otherwise, and whether such jury trial is pursuant to statute or the United States Constitution.

Dated: April 5, 2010

Respectfully Submitted,

SanDisk Corporation

By: /s/ David R. Ruby

Local Counsel for SanDisk Corporation

² Pursuant to the Court's Order on the Debtors' Fourth Omnibus Objection to Certain Duplicative Claims, the amount of the Claim has been reduced by \$6,230. (Docket No. 3494)

and

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CERTIFICATE OF SERVICE

I hereby certify that on the 5th day of April, 2010, a true and accurate copy of the foregoing Withdrawal was served via First Class U.S. Mail (postage prepaid), via e-mail or via the Electronic Case Filing (ECF) system, as appropriate and as indicated, on the following parties:

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[*Indicates service by ECF or e-mail. All others served by First Class U.S. Mail, postage prepaid.]